

EXHIBIT A

From: Poldneff, Katherine
Sent: Wednesday, February 15, 2023 6:12 PM
To: Porter, Clay (cwp@arktouros.co); Juan J. Rodriguez; Lupkin, Jonathan D.; Smith, Michael B.
Cc: Weiner, Gregg; Landman, David; Djordjevic, Greg; McDonald, Katherine; Ward, Daniel V.; Fitzgerald, Ethan; Ungar, Michael
Subject: RE: Continental Towers – Compliance with Confirmed Partial Final Award Regarding Sale of Company
Attachments: WIRE FIRM Key Bank Trust Incoming.dotx; Instructions for Wire Transfer to Ropes Gray - Policy Manual.pdf

Counsel: Please see the email below from Mike Ungar and Gregg Weiner. Thank you.

Counsel: We are following up on our email below with respect to payments due to Peppertree and AMLQ pursuant to the FPFA, as now confirmed by Judge Kaplan. As you know, such payments are due this **Friday February 17, 2023**.

If the payment is made on February 17, 2023, pursuant to Paragraphs 72(iv)-(vi) of the FPFA, the total amount due to Peppertree is **\$349,844.26** (\$339,036.90 principal amount, at a simple interest rate of 3.25% per annum: $\$339,036.90 \times (1 + .0325(358/365))$). The total amount due to AMLQ is **\$494,396.28** (\$479,123.40 principal amount, at a simple interest rate of 3.25% per annum: $\$479,123.40 \times (1 + .0325(358/365))$).

With respect to the payment to Peppertree, attached are wire instructions for Ulmer's firm trust account for your convenience. With respect to the payment to AMLQ, attached are wire instructions for Ropes' firm trust account. Please confirm to us once the wires have been sent. Please let us know if you have any questions.

Thank you.

Mike Ungar and Gregg Weiner

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From: Ungar, Michael <mungar@ulmer.com>
Sent: Friday, January 20, 2023 3:13 PM
To: Porter, Clay (cwp@arktouros.co) <cwp@arktouros.co>; Juan J. Rodriguez <jrodriguez@careyrodriguez.com>; Lupkin, Jonathan D. <jlupkin@lupkinpllc.com>; Smith, Michael B. <msmith@lupkinpllc.com>
Cc: Weiner, Gregg <Gregg.Weiner@ropesgray.com>; Landman, David <dlandman@ulmer.com>; Poldneff, Katherine <kpoldneff@ulmer.com>; Djordjevic, Greg <gdjordjevic@ulmer.com>; McDonald, Katherine <Katherine.McDonald@ropesgray.com>; Ward, Daniel V. <Daniel.Ward@ropesgray.com>; Fitzgerald, Ethan <Ethan.Fitzgerald@ropesgray.com>
Subject: Continental Towers – Compliance with Confirmed Partial Final Award Regarding Sale of Company

Counsel:

As you know, on Wednesday, Judge Kaplan confirmed the Tribunal's First Partial Final Award ("FPFA"), and he denied Terra Towers Corp.'s ("Terra Towers") and TBS Management, S.A.'s ("TBS," together with Terra Towers, "Terra") petition to vacate the same. A copy of Judge Kaplan's Memorandum Opinion confirming the FPFA is attached. Also attached is a copy of the FPFA, which delineates the process through which Continental Towers LATAM Holdings Limited (the "Company") must be sold.

Since the FPFA has now been confirmed, please confirm, **by no later than close of business on January 23, 2023**, that Terra intends to comply with the FPFA, which requires, through the process set forth therein, the Company to be sold.

Specifically, Section VII(ii) of the FPFA requires Mr. Jorge Hernandez and Mr. Alejandro Sagastume, Terra's members of the Company's board of directors, "to vote in favor of the engagement of an Investment Bank as defined in the [Shareholders Agreement] at a Board meeting to be held within 15 days after [Terra] [is] notified in writing by [Telecom Business Solution, LLC ("Telecom"), LATAM Towers, LLC ("LATAM," together with Telecom, "Peppertree"), and AMLQ Holdings (Cay) Ltd. ("AMLQ," together with Peppertree, "Peppertree/AMLQ")] of the Investment Bank that Claimant[s] propose that the Company engage." Pursuant to Section VII(ii) of the FPFA, Peppertree/AMLQ select Citi as the Investment Bank that will lead the sale of the Company and, specifically, they select Jesse Davis at Citi to lead the sale. **Please let us know by no later than January 23, 2023 whether Terra agrees to use Citi (Jesse Davis) to lead the sale of the Company.**

Peppertree/AMLQ also proposes that the Company's board hold a meeting on January 25, 2023 or January 26, 2023, depending on what is most convenient for the Company's directors. The sole and exclusive purpose of that meeting will be to vote in favor of retaining Citi (Jesse Davis) to facilitate the sale of the Company. Once the board votes in favor of retaining Citi, Peppertree and Terra can then jointly reach out to Mr. Davis to discuss that retention. Please let us know, by no later than January 23, 2023, when Terra's directors are available to participate in a board meeting on one of these days. If Terra's directors will not agree, voluntarily, to participate in a board meeting on one of these three days, or a mutually agreeable date and time after one of these days, Peppertree's directors will be forced to notice a board meeting pursuant to Section 4.03(b) of the Shareholders Agreement. If Terra's directors will not participate in a board meeting, Peppertree/AMLQ will be forced to notify Judge Kaplan that Terra is in contempt of his order, and they will also seek appropriate relief from Judge Kaplan, including sanctions and an order appointing Citi as the Investment Bank that will facilitate a sale of the Company.

The FPFA also requires Terra and DTH Holdings Inc. (collectively, "Respondents") to, jointly and severally, pay Peppertree/AMLQ's attorneys' fees, costs, and forum fees. When the FPFA was issued, the Tribunal ordered Respondents to pay Peppertree a total of \$339,036.90, which consisted of \$199,036.90 in attorneys' fees and disbursements, and \$140,000 in forum fees. The Tribunal also ordered Respondents to pay AMLQ a total of \$479,123.40, which consisted of \$419,123.40 in attorneys' fees and disbursements, and \$60,000 in forum fees. Given that these amounts have increased at 3.25% per annum, per the FPFA, Respondents now owe Peppertree, jointly and severally, a total of **\$348,968.82**, and they owe AMLQ, jointly and severally, a total of **\$493,159.09**. These amounts, per the FPFA, must be paid within 30 days—**by no later than February 17, 2023**. In a separate correspondence, to facilitate the payment of these fees and costs, **now totaling \$842,127.41**, we will send you our firms' wire information. If you want to make different arrangements for the payments of these obligations, please let us know. We look forward to receiving the funds owed by your clients, and we will confirm when the funds are received.

We are available to discuss the substance of this email at your earliest convenience.

Thank you,

Michael N. Ungar
Counsel for Peppertree

Gregg L. Weiner
Counsel for AMLQ

Michael N. Ungar



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